



## **GRASIM INDUSTRIES LIMITED**

### **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

This Familiarization Programme ("the Programme") for Independent Directors of Grasim Industries Limited ("the Company") has been adopted by the Company, pursuant to the provisions of Schedule IV of the Companies Act, 2013 and Regulation 25(7) and 46(2)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **Purpose**

The Programme aims at providing insights into the Company to enable Independent Directors to understand their roles, rights, responsibilities as Directors of the Company, the nature of the industry in which the Company operates, business model of the Company in depth and contribute significantly to the Company.

#### **Familiarization Programmes imparted to Independent Directors:**

- Letters of appointment stipulating the terms of their appointment, including their role, function, rights, duties, remuneration and evaluation are issued to Independent Directors, at the time of their appointment. Directors are provided with induction kits which, inter alia, includes brief introduction of the Company, Memorandum & Articles of Association of the Company, profile of Board of Directors, profile of Senior Management Personnel, details of various Committees of the Board, Code of Conduct for Directors, Code of Conduct for trading in listed or proposed to be listed securities of the Company, latest Annual Report, various Policies / Charters adopted by the Board.
- During the Financial Year 2018-19, Ms. Anita Ramachandran was appointed as an Independent Director of the Company and introductory familiarization programme was conducted for imparting information on nature of the industry in which the Company operates, business model of the Company, products of the Company, organization structure & related matters.
- Familiarization process for the Independent Directors generally forms part of the Audit Committee, Risk Management Committee and Board Meetings. Independent Directors, who are not members of the Audit Committee and Risk Management Committee are invited to attend Audit Committee and Risk Management Committee Meetings, if they so desire.

- The Audit Committee and Board Meetings, inter alia, include:
  - detailed presentations made by Chief Financial Officer and Business Heads of the Company, where the Independent Directors get an insight on financial, strategy and operations of the Company and its Subsidiaries;
  - presentations on regulatory updates relating to the Company;
  - presentation by Statutory Auditors on their report, on a quarterly basis;
  - discussion on Internal Audit Reports of each of the Units;
  - discussions on Environment, Health and Safety matters;
  - discussions on matters arising out of Whistle Blower Policy and Prevention of Sexual Harassment (POSH).
- During the Financial Year 2018-19, in aggregate approximately 18 hours were spent in familiarising the Independent Directors.
- Up to year ended 31<sup>st</sup> March 2019, the Independent Directors have, on a cumulative basis spent around 51 hours on familiarisation.
- Independent Directors have the freedom to interact with the Company's Senior Management Personnel to discuss matters pertaining to the Company's affairs.

### **Review of the Programme**

This Programme may be reviewed and revised from time to time, as may be required.

### **Disclosure**

The Familiarisation Programme shall be disclosed on the Company's website and a web link thereto will be provided in the Annual Report.